

Hooven Michael D
 Form 4
 November 23, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Hooven Michael D

2. Issuer Name and Ticker or Trading Symbol
 AtriCure, Inc. [ATRC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 7778 BENNINGTON DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/19/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

CINCINNATI, OH 45241

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 11/19/2009 | | G | V 692 D \$ 0 (1) | 102,577 | D | |
| Common Stock | 11/19/2009 | | G | V 692 A \$ 0 (1) | 692 | I | Held by Son (2) |
| Common Stock | | | | | 8,157 | I | Held by Spouse (2) |
| Common Stock | | | | | 334,211 | I | Held by Michael D. Hooven 2004 Trust FBO Michael (3) |

| | | | | |
|-----------------|--|---------|---|---|
| Common Stock | | 334,211 | I | Held by Michael D. Hooven 2004 Trust FBO Susan ⁽⁴⁾ |
| Common Stock | | 18,421 | I | Held by Susan Spies 2004 Children's Trust ⁽⁵⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Hooven Michael D 7778 BENNINGTON DRIVE CINCINNATI, OH 45241 | X | | | |

Signatures

/s/ Julie A. Piton as Attorney-in-Fact for Michael D.
Hooven

11/23/2009

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) No consideration was paid in connection with this gift.
- (2) The Reporting Person disclaims beneficial ownership of these securities.
- (3) Held by Michael D. Hooven 2004 Trust FBO Michael. Mr. Hooven disclaims beneficial ownership of these securities, except as to his pecuniary interest therein.
- (4) Held by Michael D. Hooven 2004 Trust FBO Susan. Mr. Hooven disclaims beneficial ownership of these securities, except as to his pecuniary interest therein.
- (5) Held by Susan Spies 2004 Children's Trust. These shares are held in trust for the benefit of the Reporting Person's son. Reporting person is the trustee of that trust. Mr. Hooven disclaims beneficial ownership of these securities, except as to his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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